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**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MONTANA  
GREAT FALLS DIVISION**

SOURCE GIANT SPRINGS, INC.; and DAVID BROWN, as Stockholders' Representative,  Plaintiffs,  -vs-  MARTIN J. GREENBERG,  Defendant.	No. _____  <b><u>COMPLAINT AND JURY DEMAND</u></b>
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COME NOW, Plaintiffs, through counsel of record, and for their Complaint against Defendant Martin J. Greenberg complain and allege as follows:

**PARTIES AND JURISDICTION**

1. Plaintiff Source Giant Springs, Inc., is a Montana corporation and is therefore a citizen of the State of Montana.

2. Plaintiff David Brown has been appointed as the agent and attorney in fact for each and every shareholder of Source Giant Springs, Inc., by virtue of every individual shareholder's execution of an Appointment of Stockholders' Representative. Accordingly, David Brown is authorized to act as proxy for all Shareholders to effectuate the sale of stock to Greenberg Investment, LLC, and to seek damages related thereto.

3. Defendant Martin J. Greenberg is a Wisconsin resident.

4. Defendant is a member of and controls Greenberg Investment, LLC, which is a Wyoming limited liability company.

5. Greenberg Investment, LLC, has not conducted any business in Wyoming and has no employees.

6. The place of business of Greenberg Investment, LLC, is in Milwaukee, Wisconsin.

7. Jurisdiction exists pursuant to 28 U.S.C. § 1332(a) because this lawsuit is between citizens of different states and the amount in controversy is well in excess of \$75,000.00; venue in the Great Falls Division is proper under 28 U.S.C. §1391 as a substantial part of the events or omissions giving rise to this case occurred within Montana and pertains to the sale of stock in a Montana business – Source Giant Springs, Inc. – whose place of business is in Great Falls, Montana.

**8.** Source Giant Springs, Inc., and David Brown sued Greenberg Investment, LLC, in the United States District Court for the District of Montana in No. DV-20-73-GF-BMM in August, 2020, based on the failure of Greenberg Investment, LLC, to complete the purchase of all of the stock of Source Giant Springs, as it had repeatedly failed to do in violation of a series of agreements to which it was a party; Exhibit 1 attached hereto is a true and correct copy of the Complaint in that matter.

**9.** Martin J. Greenberg acknowledged receipt of the Summons and Complaint in Case No. DV-20-73-GF-BMM in September, 2020.

**10.** Greenberg Investment, LLC, never appeared to answer or otherwise contest by motion the allegations made by Plaintiffs in their Complaint in Case No. DV-20-73-GF-BMM.

**11.** On February 1, 2021, the judge presiding in Case No. DV-20-73-GF-BMM, entered Findings of Fact, Conclusions of Law and an Order as Doc. 11 in that proceeding; Exhibit 2 attached hereto is a true and correct copy of that document.

**12.** Greenberg Investment, LLC, was provided a copy of Doc. 11 on February 1, 2021, under cover of a letter from Plaintiffs' attorney; Exhibit 3 attached hereto is a true and correct copy of that letter.

**13.** Greenberg Investment, LLC, did not comply with the Order contained in Doc. 11.

**14.** On March 12, 2021, Plaintiffs obtained a judgment against Greenberg Investment, LLC, for \$8.5 million; Exhibit 4 attached hereto is a true and correct copy of that judgment.

**15.** During the entire period of time described in Exhibits 1, 2, 3 and 4 attached hereto, Greenberg Investment, LLC, never had the funds necessary to purchase the stock of Source Giant Springs, as such purchase was described in the documents which it executed, all of which are described in the Complaint in Case No. DV-20-73-GF-BMM (Exhibit 1 attached hereto).

**16.** From time to time, including even after Plaintiffs obtained the judgment attached hereto as Exh. 4, Martin J. Greenberg has claimed that he was acting as an agent for other persons or entities in his dealings with Plaintiffs. Plaintiffs in turn have repeatedly requested specific information from Martin J. Greenberg, including, but not limited to, the names and addresses of such persons or entities who were going to purchase all of the stock of Source Giant Springs and any communications from an insurance company which formed the basis for Greenberg telling Plaintiffs that they needed to provide the birthdates of all of the shareholders of Source Giant Springs for insurance purposes, even though those shareholders were going to surrender their shares in Source Giant Springs and

would possess no insurable interest in anything relevant to the transaction contemplated by the agreements described in the Complaint in Case No. DV-20-77-GF-BMM.

**17.** Martin J. Greenberg has refused to provide any of the information to Plaintiffs which they have requested.

**18.** The acts and omissions of Martin Greenberg as described above were fraudulent and otherwise wrongful and justify holding him personally liable for the \$8.5 million judgment obligation of Greenberg Investment, LLC.

**19.** The acts and omissions of Martin J. Greenberg as described above demonstrate both actual malice and actual fraud as those terms are described in § 27-1-221 of the Montana Code Annotated, such that Plaintiffs are entitled to be awarded not simply all compensatory damages owed by Defendant but also exemplary damages.

WHEREFORE, Plaintiffs request judgment against Defendant Martin J. Greenberg as follows:

1. For \$8.5 million together with all interest that has accrued on the judgment for that amount obtained by Plaintiffs Case No. DV-20-77-GF-BMM;
2. Exemplary damages as may be determined by the trier of fact;
3. Plaintiffs' allowable costs; and
4. Such other and further relief as the Court considers just and proper.

**JURY DEMAND**

Plaintiffs request a trial by jury on all issues so triable.

DATED this 21<sup>st</sup> day of April, 2021.

DAVIS, HATLEY, HAFFEMAN & TIGHE, P.C.

By /s/ Maxon R. Davis

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